

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT AND EXTENSION OF PAID UP OIL, GAS AND MINERAL LEASE

Reference is hereby made to that certain Paid Up Oil, Gas and Mineral Lease (hereinafter referred to as "Subject Lease") dated the 9th day of October, 2007, by and between Zaragoza M. Rodriguez, as Lessor, and Western Production Company, as Lessee, whose address is 801 Cherry Street, Suite 3850, Unit 39, Fort Worth, Texas 76102, which lease is recorded in Document # D207404641 of the Public Records of Tarrant County, Texas.

WHEREAS, the Subject Lease has been included in the following conveyances:

Conveyance, Assignment and Bill of Sale by and between Western Production Company, Axia Land Services, LLC, and TYL Energy, Ltd., as Assignor, and Chesapeake Exploration, L.L.C., as Assignee, recorded D208022001;

Assignment, Bill of Sale and Conveyance by and between Chesapeake Exploration, L.L.C., as Assignor, and TOTAL E&P USA, INC., as Assignee, recorded D210019134.

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease.

WHEREAS, the aforementioned assignees and grantees are collectively referred to as "Assignees."

Whereas, it is also the desire of the parties to amend the Primary Term of said Lease.

Now Therefore, the undersigned do hereby delete all references to three (3) in paragraph 2 of said Lease and in its place to hereby insert four (4) so that the primary term of the lease is four (4) years.

Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

EXECUTED the 23 day of August, 2010, but for all purposes effective the 9th day of October, 2007.

LESSOR:

By: Zaragoza M. Rodriguez
Zaragoza M. Rodriguez
ZMR

ASSIGNEE:
Chesapeake Exploration L.L.C.

By: Henry J. Hood
Henry J. Hood
Its: Senior Vice President Land
and Legal & General Counsel

ASSIGNEE:
TOTAL E&P USA, INC.

By: Eric Bonnin
Name: Eric Bonnin
Title: Eric Bonnin
Vice President, Business Development & Strategy

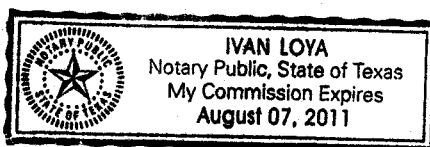
Acknowledgments

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 23rd day of August, 2010,
by Zaragoza M. Rodriguez.

Ivan Loya
Notary Public State of Texas



STATE OF OKLAHOMA
COUNTY OF OKLAHOMA

§
§
§

This instrument was acknowledged before me on this 16th day of September, 2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma Limited Liability Company.

Given under my hand and seal the day and year last above written.

Christopher R. Laughlin

Notary Public, State of Oklahoma
Notary's name (printed):
Notary's commission expires:

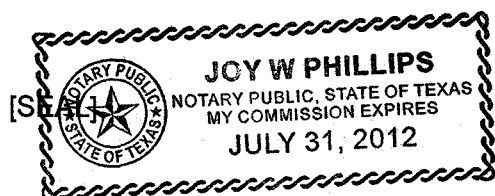


STATE OF TEXAS

COUNTY OF HARRIS

)
) §:
)

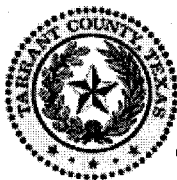
The foregoing instrument was acknowledged before me this 24th day of September, 2010, by Eric Bonnin, Vice President,
Business Development & Strategy of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such corporation.



Joy W. Phillips
Notary Public

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE PROPERTY SERVICES
500 TAYLOR ST, STE 600
FT WORTH, TX 76102

Submitter: DALE RESOURCES LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 10/28/2010 3:27 PM

Instrument #: D210267606

LSE

4

PGS

\$24.00

By: _____

A handwritten signature in cursive script, appearing to read "Suzanne Henderson", is written over a horizontal line.

D210267606

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: SLDAVES